



Suzanne Henderson

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**AMENDMENT OF OIL, GAS AND MINERAL LEASE
AND MEMORANDUM OF OIL AND GAS LEASE**

STATE OF TEXAS }

COUNTY OF TARRANT }

WHEREAS, **Cecil D. Denson and wife, Rebecca M. Denson**, Lessor (whether one or more), heretofore executed an unrecorded Oil, Gas & Mineral Lease, dated February 26, 2007, to **Bagby Energy Holdings, LP**, Lessee, herein referred to as "The Lease" recorded by Memorandum of Oil and Gas Lease at Clerk Document No. D207136047, Official Public Records of Tarrant County, Texas, whereby Lessor leased certain lands situated in Tarrant County, Texas, to wit:

All that certain lot, tract, or parcel of land situated in Tarrant County, Texas, and being more fully described as Lot 27, in Rolling Acres Addition, an Addition in Tarrant County, Texas, in Warranty Deed dated December 21, 1978, executed by Gary Wayne Denson and Herbert Clinton Denson, to Cecil D. Denson, recorded in Volume 6657k, Page 466, Deed Records, Tarrant County, Texas (Tr 27, Rolling Acres, Mansfield, Texas, according to the Tarrant County Appraisal District maps).

AND WHEREAS, said description is incomplete and indefinite as to legal description, and the lands intended to be covered are more accurately described as follows:

4.6 acres, more or less, out of the James McDonald Survey, A-997, Tarrant County, Texas, and being Lot 27, Rolling Acres Addition, according to the Plat recorded in Volume 388-Z, Page 63, Plat Records, Tarrant County, Texas, and being the same lands more particularly described in that certain Warranty Deed dated December 21, 1978 from Gary Wayne Denson and Herbert Clinton Denson to Cecil D. Denson, recorded in Volume 6657, Page 466, Official Public Records, Tarrant County, Texas.

WHEREAS the lease And all rights and privileges thereunder, are now owned and held by **XTO Energy Inc.**, a Delaware corporation (hereinafter referred to as "Lessee").

WHEREAS Paragraph 4 of The Lease provides that ..."units pooled for gas hereunder shall not substantially exceed in area 160 acres each plus a tolerance of ten percent (10%) thereof"...

AND WHEREAS, Paragraph 6 A. of The Lease provides that ..."160 acres plus a tolerance of ten percent (10%) for each gas well"...

NOW THEREFORE, Notwithstanding anything to the contrary, it is the desire of the Lessee and Lessor to amend Paragraph 4 and Paragraph 6 A of The Lease to allow for 320 acres plus a tolerance of ten percent (10%).

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AND, for the consideration received by Lessors on executing The Lease, and the benefits to be derived therefrom and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, I, or we, the undersigned, jointly and severally, do hereby adopt, ratify and confirm The Lease, and all of its provisions, except as herein modified and amended, and do hereby grant, lease, and let to the Lessee therein or its successors and assigns, any and all interest which I, or we, now have, or may hereafter acquire, either by conveyance, devise, inheritance or operation of laws, and whether vested, expectant, contingent or future, in and to the lands described therein, in accordance with each and all of the provisions contained in The Lease and as amended hereby, and the undersigned hereby declare that The Lease and all of its provisions, as amended, are binding on the undersigned and is a valid and subsisting Oil and Gas Lease and this agreement shall extend to and be binding upon the heirs, executors, administrators, successors, and assigns of each of the undersigned.

IN WITNESS WHEREOF, this instrument is executed by the undersigned Lessors on the respective date of acknowledgment below, but is effective as of the date of February 26, 2007, date of "The Lease".

LESSORS:

Herbert C. Denson

Herbert Clinton Denson, his sole and separate property as surviving heir of Cecil D. Denson, deceased

Address:

721 Main PO BOX 298, 19472 2ND ST
Christoval, Texas 76935

a/k/a Herbert C. Denson ACKNOWLEDGMENT

STATE OF TEXAS }
COUNTY OF TOM GREEN }

This instrument was acknowledged before me on the 17th day of DECEMBER, 2008 by Herbert Clinton Denson, his sole and separate property as surviving heir of Cecil D. Denson, deceased.



Patricia Hunt
Notary Public, State of Texas

a/k/a Herbert C. Denson

Return to: Bryson G. Kuba
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